

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

IN RE: )  
 ) Chapter 11  
LEHMAN BROTHERS HOLDINGS, INC., *ET AL.*, ) Case No. 08-13555 (JMP)  
 )  
Debtors. ) (Jointly Administered)  
)

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**VERIFIED STATEMENT OF VINSON & ELKINS LLP PURSUANT TO FEDERAL  
RULE OF BANKRUPTCY PROCEDURE 2019(A)**

Vinson & Elkins LLP (“Vinson & Elkins”) makes this statement (this “Statement”) pursuant to Rule 2019(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) in connection with its representation of certain creditors and parties-in-interest in the chapter 11 cases (“Lehman Chapter 11 Cases”) of the above-captioned debtors and debtors-in-possession (the “Debtors”) and respectfully states as follows:

1. Vinson & Elkins currently represents the entities listed on **Exhibit A** hereto (collectively, the “Entities”) in connection with the Lehman Chapter 11 Cases.
2. Each of the Entities has asserted claims against and/or interests in various Debtors arising at various times pursuant to agreements with the Debtors, and/or under statutory and/or common law and/or at equity. The specific nature and amounts of the claims and/or interests of the Entities are as set forth in the proofs of claim and/or interest filed against the relevant Debtors’ estates.
3. The Entities may hold claims against and/or interests in the Debtors’ estates in addition to those disclosed herein that do not fall within the scope of Vinson & Elkins’ representation of the Entities.

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4. The following is a recital of the pertinent facts and circumstances in connection with the employment of Vinson & Elkins by the Entities in the Lehman Chapter 11 Cases.

5. Each of the Entities separately requested that Vinson & Elkins represent them in connection with the Lehman Chapter 11 Cases or in specific matters related to the Lehman Chapter 11 Cases. Vinson & Elkins represents each of the Entities as an individual creditor or party-in-interest, and does not represent the Entities, or any set of individual Entities, as a group (except in the case of affiliated Entities).

6. Vinson & Elkins may also represent certain of the Entities on matters unrelated to the Lehman Chapter 11 Cases.

7. Vinson & Elkins has provided certain legal services to certain of the Debtors. With respect to these services, Vinson & Elkins holds pre-petition claims against such Debtors. Vinson & Elkins has not purchased, sold or otherwise transferred any claims against the Debtors.

8. Vinson & Elkins also represents or advises, or may have represented or advised, other parties in interest with respect to the Lehman Chapter 11 Cases that are not identified on **Exhibit A** to this Statement because those parties do not currently intend to appear in the cases or the representations have been concluded. Such parties may or may not decide to appear in the Lehman Chapter 11 Cases in the future and this Statement is without prejudice to any rights, remedies or claims of such parties.

9. Vinson & Elkins makes this Statement solely for disclosure purposes pursuant to Bankruptcy Rule 2019, and nothing herein is, or should be construed as, an admission, acknowledgement, or waiver by any of the Entities. By filing this Statement, Vinson & Elkins does not submit itself to the jurisdiction of the Bankruptcy Court, or any other U.S. court or tribunal, for any purpose other than with respect to this Statement.

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10. Vinson & Elkins reserves the right to revise, supplement or amend this Statement at any time in the future.

11. The undersigned declares under penalty of perjury that the statements made herein are true and accurate, to the best of the undersigned's knowledge, information and belief.

Dated: New York, New York  
May 3, 2011

By: /s/ Steven M. Abramowitz  
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**EXHIBIT A**

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**EXHIBIT A - VERIFIED STATEMENT OF VINSON & ELKINS LLP  
PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 2019(A)**